

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

-----X
MED-ASIA SHIPPING LIMITED

Plaintiff,

07 CIV 6258 (LTS) (AJP)

OCEANIC BRIDGE INTERNATIONAL,
INC., d/b/a OCEANIC BRIDGE INTL, INC.
DALIAN BRANCH, a/k/a DALIAN
OCEANICBRIDGE INTERNATIONAL
FORWARDING CO., LTD.,

**DECLARATION OF
FRANKIE TANG**

Defendants,
-----X

Pursuant to 28 U.S.C. § 1746, Frankie Tang declares as follows:

1. I am a broker with Honour Link Limited ("Honour Link").
2. I make this Declaration based upon my personal knowledge of the facts and matters stated herein.
3. I shall refer in this declaration to the attached Exhibits "A"- "E", which are true copies of documents which are relevant to this matter.
4. I have over 15 years experience working as a broker. Prior to that, I was at sea for about 10 years.
5. In my position at Honour Link, I have acted as a broker in fixtures involving Nepa Shipping Agency (HK) Limited ("Nepa") for 8 years.
6. Nepa are the exclusive agent for Med-Asia Shipping Limited ("Med-Asia") and so, in effect, I handle Med-Asia's fixtures.

7. I understand that Med-Asia, in its capacity as disponent owners, has various disputes with Oceanic Bridge International Inc ("Oceanic Bridge") and Dalian Oceanicbridge International Forwarding Co Ltd ("Dalian Oceanicbridge"), the charterers of the vessels "Eleni K", "Sea Bird" and "Sacura". I was involved in negotiations between Med-Asia and Oceanic Bridge/Dalian Oceanicbridge and brokered the fixtures for these vessels.
8. In September 2006, Mr Lin Gang (also known as Edward Lin), who I understood to be the Deputy Manager of Dalian Oceanicbridge, came to my office in Hong Kong. He had been introduced by Penavico, Med-Asia's agent in Yingkou, PRC. Mr Lin had phoned me about 2 months prior to discuss a possible shipment of a part cargo from Bayuquan, PRC, to Ravenna, Italy, but nothing had eventuated at that time.
9. At that first meeting, he explained that his company acted as exclusive cargo agents for North-East Special Steel Group, a Government-owned steel manufacturer, and that in this capacity they were arranging monthly shipments from Bayuquan to the Mediterranean and other European Continental ports - such as Antwerp and Bilbao.
10. Following this initial meeting, we had various telephone discussions in relation to market rates and sailing schedules. I remember that Mr Lin was always seeking discounts.
11. Negotiations for the first shipment on the "Eleni K" began around late November. This was for a part cargo of about 12,000 MT of steel round bars for a voyage from

Xingang, PRC to Ravenna, Italy. I recall that negotiations took around a month, as there were protracted negotiations on the freight rate.

12. Prior to fixing the vessel, as neither Med-Asia, Nepa nor myself really knew this company, I asked Mr Lin by telephone for some further background on his company. A key issue for Nepa/Med-Asia was whether this was a PRC company or a foreign company. This was obviously relevant to the perceived credit risk for Med-Asia. Mr Lin advised me over the phone that they were the Dalian office of a USA company.
13. Following my request, on 22 December 2006, Mr Lin emailed me the company licences for both the USA company, Oceanic Bridge, and the PRC company, Dalian Oceanicbridge (Exhibit A.) In his covering email he stated :-

"Our head office is in LOS ANGELES, USA. Have branch in most port of China."
14. I then showed these licences to Mr Jan Klappstein, the General Manager of Nepa. On the basis of these documents, and on the understanding that they were effectively fixing with a USA company, Mr Klappstein gave me approval to proceed to fix with Oceanic Bridge.
15. You will see from the attached fixture note dated 22 December 2006 that the charterers are Oceanic Bridge International Inc, Dalian Branch (Exhibit B). I understood this to mean that the charterer was the USA company, with "Dalian Branch" merely designating the branch office through which the negotiations were completed.

16. I sent a fixture re-cap to Mr Lin for charterers' approval at 1628 hours on 22 December 2006 (Exhibit C, second page). He confirmed the re-cap terms at 1725 hours on 22 December 2006 (Exhibit C, first page). This fixture was in the name of Oceanic Bridge as charterer, to which we never received any complaint nor comment that the fixture was in the wrong name.¹
17. Freight for this fixture was subsequently paid by Dalian Oceanicbridge, even though the fixture was in the name of the USA company (Exhibit D). This demonstrates that these two companies operate very closely together, effectively as one, as in this instance, with Dalian Oceanbridge paying the freight obligation of the USA company, Oceanic Bridge.
18. I subsequently fixed another vessel, "Sea Bird" with Med-Asia as disponent owners. When I did the fixture re-cap Oceanic Bridge were again named as charterers. However, Mr Lin amended the re-cap substituting Dalian Oceanicbridge for Oceanic Bridge. He then phoned me and said that they needed to change the name because there had been a change in their company system. He said that it didn't matter as it was all basically the same company anyway.
19. Later, on 9 May 2007, I visited them at their offices in Dalian along with Mr Klappstein of Nepa. At this time I received business cards from Mr Lin and from Ms Ma Li Jun, the General Manager of Dalian Oceanicbridge (Exhibit E). The cards distributed by these people show they are representatives of Oceanic Bridge Int'l Co. Ltd., the name of the USA company. The name of the company on the cards in

¹ In fact, I am not aware of the existence any company with the registered name, Oceanbridge International Inc., Dalian Branch."

Chinese characters is again the name of the USA company, Oceanic Bridge Int'l Co. Ltd. The contact details show the USA office in addition to all the PRC offices. The email addresses are also all the same i.e. "@oceanicbridge.com" for both the USA and PRC contacts.

20. Med-Asia's solicitors in Hong Kong have shown me a Declaration made by Ms. Ma in her capacity as General Manager of Dalian Oceanicbridge stating that Oceanic Bridge and Dalian Oceanicbridge are entirely independent and unrelated. This clearly is not the case. Both Mr Lin and Ms. Ma had always represented that they were the Dalian office of the USA company.

21. I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.



Frankie Tang

Executed on : 17 September 2007
Hong Kong SAR

Exhibit “A”

b頁 1 - 6(B)

Frankie

寄件者: "Edward" <Edward.lin@oceanicbridge.com>
收件者: "Frankie" <f7118@ncvigator.com>
傳送日期: Friday, 22 December 2006 15:59
附加檔案: usa-2.JPG; cn.JPG; usa-1.JPG
主旨: license

Dear, Frankie:

Our headoffice is in LOS ANGELES, USA. Have branch in most port of China.

best regards!

Edward
Oceanicbridge International Inc. DALIAN Branch.
Tel:86-411-88991218
Fax:86-411-82727580
Mobil:86-13591812288
Edward.lin@oceanicbridge.com
2006-12-22

22/12/2006

ARTICLES OF INCORPORATION

OF

OCEANIC BRIDGE INTERNATIONAL, INC.

1753826

ENDORSED
FILED

In the office of the Secretary of State
of the State of California

NOV 16 1994

TONY MILLER
Acting Secretary of State

ONE: The name of this corporation is OCEANIC BRIDGE INTERNATIONAL, INC.

TWO: The purpose of the corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of California other than the banking business, the trust company business, or the practice of a profession permitted to be incorporated by the California Corporation Code.

THREE: The name and address of the corporation's initial agent for the service of process in this state is:

TANG TONG
409 W. Main Street
Alhambra, CA 91801

FOUR: This corporation is authorized to issue only one class of shares of stock, and the total number of shares which this corporation is authorized to issue is 100,000.

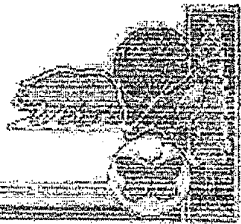
DATED: November 16, 1994


WILLIAM S. WANG
Incorporator

I declare that I am the person who executed the above Articles of Incorporation, and that this instrument is my act and deed.


WILLIAM S. WANG

1753826



State
of
California

SECRETARY OF STATE'S OFFICE

CORPORATION DIVISION

I, **TONY MILLER**, Acting Secretary of State of the State of California, hereby certify:

That the annexed transcript has been compared with the corporate record on file in this office, of which it purports to be a copy, and that same is full, true and correct.

IN WITNESS WHEREOF, I execute
this certificate and affix the Great
Seal of the State of California this

NOV 16 1994



Tony Miller
Acting Secretary of State

Exhibit “B”

To Mr. Frankle. Fr. Edward

FIXTURE NOTE

Date: 22nd December, 2006

It is on this date mutually agreed and confirmed between and by Messer Oceanicbridge International Inc., Dalian Branch as Charterers and Messer Med-Asia Shipping Limited, Mauritius as Disponent Owners on the terms and conditions as follow:

Account: Oceanicbridge International Inc. Dalian Branch
Phone: +86-411-88991218 / Fax: +86-411-82727580
E-mail: lin@oceanicbridge.com / PIC: Mr. Edward Lin (mobile: +86-13591812288)

Disponent Owners: Med-Asia Shipping Ltd., Mauritius

Med-Asia to be named vessel
maximum 25 years - SDBC
Lloyd registered or equivalence
geared/gearless in owners option
(details all about)
Owners to nominate performing vessel at least 7 days before vessel's arrival
Owners to confirm P&I fully covered during entire voyage
Owners to guarantee that the vessel nominated is safe and suitable to carry below mentioned cargo

For part cargo

- About 12,000mts Steel Round Bar in Loose and in Bundles 3 percent more or less in Charterers option u/w max 22 ton (only few pieces) length max 8/9 meters (please refer the packing list as attached)
 - No tier limitation/stowage restriction, owners option to load on top of flat trimmed minerals in bulk, or steel plates, separation between other parcel and this booking to be for owners risk/account
 - Owners berth Xingang, China / Owners berth Ravenna, Italy
 - Laycan 20/jan - 5/feb 2007 (to be narrowed)
 - Load - Free In - CQD with owners detention clauses
 - Discharge - Free Out - CQD with owners detention clauses
 - Freight usd 62.00 per metric ton FIOS L/S/D Bass 1/1
- (To be continued / ...)

- 1 -

70000

WAT 00117 0002 27/02/07

(... / Continued)

- Full freight less commission to be paid within 5 banking days after completion of loading, always prior signing/releasing Bill(s) of Lading
- Freight deemed fully earned upon loading, dis-countless, non-returnable, ship and/or cargo lost or not lost
- Detention USD20,000.- per day or pro-rata if cargo and/or cargo documents not ready upon vessel's arrival both loading and discharging ports; cargo to be provided as fast as vessel can receive including provision sufficient loading equipment including forklifts, cargo to be discharged as fast as vessel can deliver.
- If required by Charterers, Owners agreed the "Clean On Board" Bill(s) of Lading to be released against Charterer's/Shipper's single LOI in Owners P&I club standard wording should mate's receipt be claused
- Lashing/security/dunnage if any to be for Charterer's account, Charterers will provide 60x80mm wooden and wire for lashing which customary accepted at loading port
- Owners agents both ends
- In case gearless vessel nominated, shore crane if any to be for owners account both ends
- Owners/Master to give 7/5/3/2/1 days notice to inform Charterers the loading sequence prior to vessel's estimated loading port or at any time upon Charterers request
- Any taxes/dues/wharfages on vessel/freight to be owners account, any taxes/dues/wharfages on cargo to be for Charterers account
- Vessel free of over age premium
- Shipside tally if any required to be for Owners account, dockside tally to be for Charterer's account
- BIMCO ISPS Clauses to apply
- General Average/Arbitration if any in Hong Kong, English law to be applied otherwise as per blank Gencon 1994 Charter Party which to be logically amended as per main terms agreed
- 2.5 percent address commission
- UNDER DECK
- END

For and on behalf of Charterers

For and on behalf of Disponent Owners

Exhibit “C”

b頁 1 - 4(B)

Frankie

寄件者: "Edward" <Edward.lin@oceanicbridge.com>
收件者: "Frankie" <77118@netvigator.com>
傳送日期: Friday, 22 December, 2006 17:25
主旨: Re: shipment to Ravenna

Frankie,

Ok, tks! confirmed!

===== 2006-12-22 17:04:13 您在来信中写道: =====

>zhe mei you wen ti, wo men hai mei you que ding ! yin wei you 22 dun de huo,
>zhi you er gong si neng you he shi de gong ju !!! fa huo de shi wo men hui
>gen ni xie tiao hao de ...

>
>deng ni de que ren ! xie xie

>
>frankie

>
>+++

>
>
>> Frankie,
>>

>> ying gai mei you wen ti le !

>>
>> You yi dian ,ru guo ni yao zai tian jin 5gong si zuo ye ,yi ding gen ta
>>men lian xi ,yun xu wo tie lu fa huo jin 5 gong si !

>>
>>
>>
>> ===== 2006-12-22 16:42:47 您在来信中写道: =====

>>
>>>wo yao gen wo ma chi fan, ni kuai dian hao ma ? xie xie ni ...

>>>
>>>frankie

>>>
>>>+++

>>>
>>>
>>>> Dear, Frankie,

>>>>
>>>> Checking and reverting....
>>>>

22/12/2006

b頁 2 - 4(B)

>>>>
>>>>
>>>> ===== 2006-12-22 16:28:45 您在来信中写道: =====
>>>>
>>>>>Edward / Frankie
>>>>>
>>>>>Good afternoon,
>>>>>
>>>>>would like to recapitulate the main terms of shipment as follows for
>>>>>chrts
>>>>>kind approval:
>>>>>
>>>>>a/c Oceanicbridge International Inc. Dalian Branch
>>>>> tel: +86-411-88991218
>>>>> fax: +86-411-82727580
>>>>> e-mail: lin@oceanicbridge.com
>>>>> pic: mr. edward lin (mobile: +86-13591812288)
>>>>>disponent owners: med-asia shipping ltd., mauritius
>>>>>
>>>>>med-asia to be named vessel
>>>>>max 25 years sdbc
>>>>>lloyd registered or equivalence
>>>>>geared/gearless in owners option
>>>>>(details all about)
>>>>>owners to nominate performing vessel at least 7 days before vessel's
>>>>>arrival
>>>>>owners to confirm p&i fully covered during entire voyage
>>>>>owners to guarantee that the vessel nominated is safe and suitable to
>>>>>carry
>>>>>below mentioned cargo
>>>>>
>>>>>for part cargo
>>>>>about 12,000mts steel round bar in loose and in bundles 3pct molchopt
>>>>>u/w max22 ton (only few pieces) length max 8/9 metres
>>>>>please refer the packing list attached
>>>>>no tier limitation/stowage restriction, owners option to load on top of
>>>>>flat
>>>>>trimmed minerals in bulk, or steel plates, separation between other
>>>>>parcel
>>>>>and this booking to be for owners risk/account
>>>>>owners berth xingang / owners berth ravenna
>>>>>laycan 20/jan - 5/feb 2007 (to be narrowed)
>>>>>load - free in - cqd with owners detention clauses
>>>>>disch - free out - cqd with owners detention clauses
>>>>>freight usd62.- pmt fies l/s/d bss. 1/1
>>>>>full freight less commission to be paid within 5 banking days after
>>>>>completion of loading, always prior signing/releasing bs/l
>>>>>freight deemed fully earned upon loading, discountless, non-returnable,
>>>>>ship

22/12/2006

Exhibit “D”

08/16/07 15:27:49

+852 2524-2026->

+852 2810 1345 NEPA SHPG AGCY (HK) Page 001

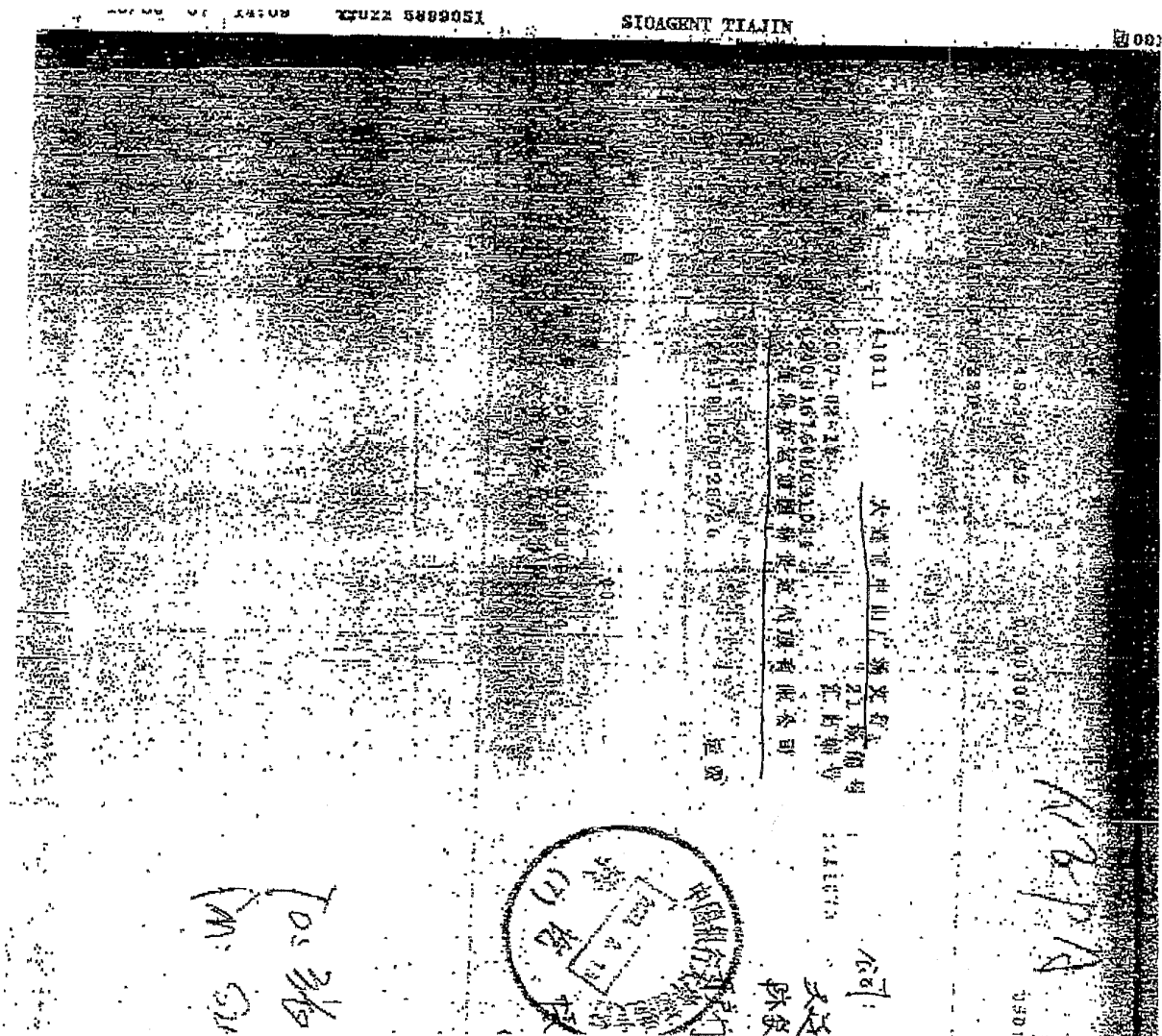
Ref: 070816-SASTRY7353

Dear Kai Lu
cc Kevin
Cc Min Sun
Cc Mr Grainger

Please also see attached bank swift details (chinese) for the payment of freight which Oceanicbridge did to our agents. The agents have written the bank details and USD account numbers.

Please use this as best it can be.

Best regards
Capt Sastry
Nepa Hk



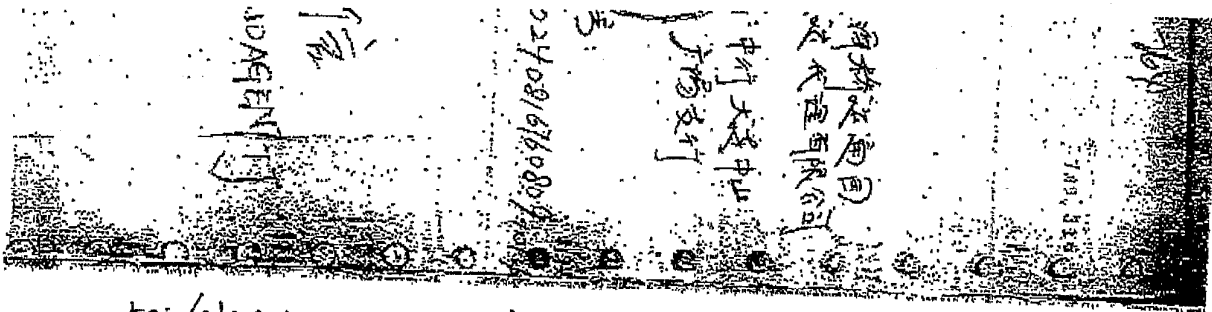
08/16/07 15:28:38

+852 2524-2826->

+852 2818 1345

NEPA SHPG AGCY (HK)

Page 002



kai/zhangxin : MR. Zleni K

- Oceanbridge : 大连海桥通国际货运代理有限公司
- Bank : 中国银行大连中山广场支行
- USN A/c No. : 02408167608091014

1000

30/04 2014 14:37 FAX

Exhibit “E”

美国: 18723 EAST GALE AVENUE, SUITE 233
CITY OF INDUSTRY, CA 91748 Tel: 626-839-7755
E-mail: Cho.j@oceanicbridge.com Fax: 626-839-7765

上海: 上海市唐山路216号503室
Tel: (921) 65472860 65472963 Fax: (021) 65866742 65864751
E-mail: Tony.w@oceanicbridge.com Zip: 200082

深圳: 深圳市福田区南园街道国贸大厦711
Tel: (0755) 82316500 82316542 Fax: (0755) 25190265
E-mail: Tony@oceanicbridge.com Zip: 518001

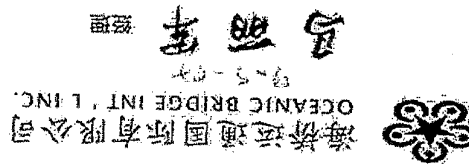
青岛: 青岛市东海西路17号金都花园A座606
Tel: (0532) 87798385 Fax: (0532) 85790399
E-mail: jians.y@oceanicbridge.com Zip: 266071

厦门: 厦门市海天路1号海天物流中心1602室
Tel: (0592) 6031999 Fax: (0592) 5650798
E-mail: Stanley.c@oceanicbridge.com Zip: 361006

宁波: 宁波市东渡路55号新华联写字楼9楼C-17-C-19
Tel: (0574) 87092853 27701101 Fax: (0574) 87092849
E-mail: Feng.s@oceanicbridge.com Zip: 315000

天津: 天津市河西区徐州道5号外代大厦705室
Tel: (022) 23397902 23397905 Fax: (022) 23398235
E-mail: Jing.m@oceanicbridge.com Zip: 300171

地址: 大连市中山区人民路68号宏发大厦1802室 Zip: 116001
Tel: (0411) 88991218 Fax: (0411) 852727580 88991212
Mobile: 13591812288 E-mail: edward.liu@oceanicbridge.com



OCEANIC BRIDGE INT'L CO., LTD

Ms MALI JUN Manager

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Tel: (0755) 82516500 82316542 Fax: (0755) 25190263
E-mail: Toby@oceanicbridge.com Zip: 518001

青岛: 青岛市东海西路37号蓝都花园A座6G
Tel: (0532) 83798381 Fax: (0532) 83796899
E-mail: Hans.y@oceanicbridge.com Zip: 266071

厦门: 厦门市海沧区1号海沧商务中心602室
Tel: (0592) 6031999 Fax: (0592) 5650798
E-mail: Stanley.c@oceanicbridge.com Zip: 361006

宁波: 宁波市东渡路55号新华联写字楼9楼C-17-C-19
Tel: (0574) 87092853 27701101 Fax: (0574) 87092859
E-mail: Feng.x@oceanicbridge.com Zip: 315000

天津: 天津市河西区徐州道3号时代大厦705室
Tel: (022) 23397902 23397905 Fax: (022) 23398235
E-mail: ling.m@oceanicbridge.com Zip: 300171

地址: 大连市中山区人民路68号宏发大厦1802室 Zip: 116001
Tel: (0411) 88991222 82645538 Fax: (0411) 82727580 88991212
Mobile: 13909845445 E-mail: lijian.m@oceanicbridge.com

面商

林 刚

13-30-6

OCEANIC BRIDGE INT'L INC.
海桥运通国际有限公司



OCEANIC BRIDGE INT'L CO., LTD

LIN GANG Vice Manager

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Zhongshan District, Dalian Zip: 116001
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Mobile: 13591812288 E-mail: edward.lin@oceanicbridge.com